



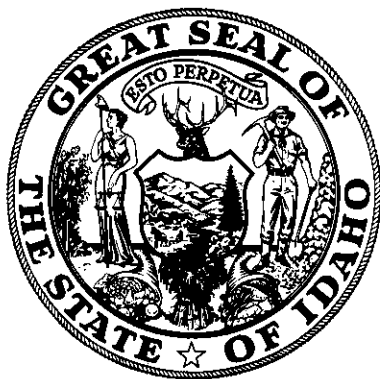
CERTIFICATE OF INCORPORATION
OF

BAYHORSE RESOURCES, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: **September 29, 1986**



A handwritten signature in cursive script, reading "Pete T. Cenarrusa".

SECRETARY OF STATE

by: _____

ARTICLES OF INCORPORATION
OF
53
BAYHORSE RESOURCES, INC.

I.

The name of this corporation shall be BAYHORSE RESOURCES, INC.

II.

The duration of this corporation shall be perpetual.

III.

The purpose for which this corporation is organized shall be the transaction of any and all lawful business for which corporations may be incorporated in the State of Idaho.

IV.

The aggregate number of shares which the corporation shall have the authority to issue shall be Five Million (5,000,000) shares of common stock of no par value.

V.

The address of the corporation's initial registered office is 400 North Main Street, Hailey, Idaho 83333, and the name of its initial registered agent at such address is Stephen W. Boller, Attorney at Law, 400 North Main Street, P. O. Box 908, Hailey, Idaho 83333.

VI.

The initial Board of Directors shall consist of two (2) persons, and the names and addresses of each incorporator, who


shall also constitute the initial Board of Directors, are as follows:

STEPHEN W. BOLLER
P. O. Box 908
Hailey, ID 83333

MARY W. BOLLER
P. O. Box 908
Hailey, ID 83333

IN WITNESS WHEREOF, We have hereunto set our hands and seals this 25th day of September, 1986.

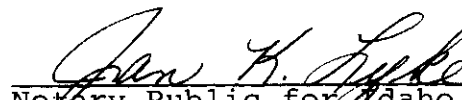

Stephen W. Boller


Mary W. Boller

STATE OF IDAHO)
) ss.
County of Blaine)

On this 25th day of September, 1986, before me a Notary Public in and for said state, personally appeared STEPHEN W. BOLLER and MARY W. BOLLER, known to me to be the persons whose names are subscribed to the within instrument, and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year in this certificate first above written.


Notary Public for Idaho
Residence; Hailey, Idaho
My Comm. Expires: 10/28/91